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*Proposed Counsel to the Debtors and
Debtors in Possession*

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re : Chapter 11
:
Gawker Media LLC, : Case No. 16-11700 (SMB)
:
Debtor. :
:
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:
In re : Chapter 11
:
Gawker Media Group, Inc., : Case No. 16-11719 ([])
:
Debtor. :
:
Fed. Tax. Id. No. 3231 :
-----X
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:
In re : Chapter 11
:
Kinja Kft., : Case No. 16-11718 ([])
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Debtor. :
:
Tax. Id. No. (5056) :
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DEBTORS' MOTION FOR JOINT ADMINISTRATION

Gawker Media LLC (“Gawker Media”), Gawker Media Group, Inc. (“GMGI”), and Kinja Kft. (“Kinja”), debtors and debtors in possession in the above-captioned chapter 11 cases (collectively, the “Debtors”), respectfully submit this motion (the “Motion”) for entry of an order, pursuant to Rule 1015(b) of the Federal Rules of Bankruptcy Procedures (the “Bankruptcy Rules”), directing the joint administration of the Debtors’ chapter 11 cases. In support of this Motion, the Debtors hereby incorporate by reference the *Declaration of William D. Holden In Support of First Day Motions* (the “First Day Declaration”), filed concurrently herewith.¹ In further support of the Motion, the Debtors, by and through their undersigned proposed counsel, respectfully represent as follows:

Jurisdiction and Venue

1. This Court has jurisdiction to consider this matter pursuant to 28 U.S.C. §§ 157 and 1334. This matter is a core proceeding within the meaning of 28 U.S.C. § 157(b).
2. Venue is proper in this Court pursuant to 28 U.S.C. § 1408 and 1409.
3. The basis for the relief requested herein is Bankruptcy Rule 1015(b).

Procedural Background

4. On June 10, 2016, Gawker Media filed a voluntary petition for relief under chapter 11 of the Bankruptcy Code. On the date hereof, GMGI and Kinja each filed a voluntary petition for relief under chapter 11 of the Bankruptcy Code.

5. The Debtors are operating their businesses as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code.

¹ Capitalized terms used but not otherwise defined herein have the meanings ascribed to them in the First Day Declaration.

6. No official committee of unsecured creditors, nor any trustee or examiner, has been appointed in these cases.

7. The factual background regarding the Debtors, their business operations, their capital and debt structure, and the events leading up to the filing of these chapter 11 cases are set forth in detail in the First Day Declaration.

Relief Requested

8. By this Motion, the Debtors seek entry of an order, substantially in the form attached hereto as Exhibit A, directing the consolidation of the Debtors' chapter 11 cases for procedural purposes only. Bankruptcy Rule 1015(b) provides that "if a joint petition or two or more petitions are pending in the same court by or against . . . a debtor and an affiliate, the court may order a joint administration of the estates." Fed. R. Bankr. P. 1015(b).

9. As set forth in the First Day Declaration, the Debtors operate integrated businesses under common ownership and control. As a result, the motions, hearings, and related proceedings involving one of the Debtors will affect the other Debtors. Joint administration will reduce the administrative burdens and costs by avoiding duplicative filings, notices, and hearings, and will allow all parties in interest to monitor and participate in these cases with greater ease.

10. Joint administration will not adversely impact each of the Debtors' respective constituencies, because the Motion seeks procedural—not substantive—consolidation of the Debtors' estates. Each creditor and other parties in interest will maintain their respective rights against the particular estate in which it asserts its alleged claim or right.

11. The Debtors further request that one file and one docket be maintained for all of the jointly administered cases, under the case of Gawker Media LLC. In addition, the Debtors

request that all pleadings, motions, and notices filed in connection with the Debtors' chapter 11 cases contain the following caption:

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

-----x
In re : Chapter 11
:
Gawker Media LLC, *et al.*,¹ : Case No. 16-11700 (SMB)
:
Debtors. : (Jointly Administered)
:
-----x

Basis for Relief

12. Section 342(c)(1) of the Bankruptcy Code provides “[i]f notice is required to be given by the debtor to a creditor under this title, any rule, any applicable law, or any order of the court, such notice shall contain the name, address, and last 4 digits of the taxpayer identification number of the debtor.” 11 U.S.C. § 342(c)(1). The proposed caption includes all required information and therefore satisfies the requirements of section 342(c)(1) of the Bankruptcy Code.

13. The Debtors further request that the court enter on the dockets of Gawker Media Group, Inc. and Kinja, an entry substantially as follows:

“An order has been entered in this case directing procedural consolidation and joint administration of the chapter 11 cases of Gawker Media LLC and its affiliates that have concurrently commenced chapter 11 cases. The docket in the chapter 11 case of Gawker Media LLC, Case No. 16-11700 (SMB) should be consulted for all matters affecting this case.”

¹ The last four digits of the taxpayer identification number of the debtors are: Gawker Media LLC (0492); Gawker Media Group, Inc. (3231); and Kinja Kft. (5056). The offices of Gawker Media LLC and Gawker Media Group, Inc. are located at 114 Fifth Avenue, 2d Floor, New York, NY 10011. Kinja Kft.'s offices are located at Andrassy ut 66. 1062 Budapest, Hungary.

14. The Debtors also seek authority to file the monthly operating reports required by the Operating Guidelines and Financial Reporting Requirements promulgated by the office of the United States Trustee (the “U.S. Trustee”) on a consolidated basis. The Debtors will maintain separate disbursement reports.

15. The Debtors submit that filing the monthly operating reports required by the U.S. Trustee on a consolidated basis will further administrative economy and efficiency without prejudice to any part in interest and would accurately reflect the Debtors’ consolidated business operations and financial affairs.

16. For the foregoing reasons, the Debtors submit that the relief requested in the Motion is in the best interests of the Debtors, their estates, creditors, stakeholders, and other parties in interest, and therefore, should be granted.

No Prior Request

17. No previous motion for the relief requested herein has been made to this or to any other court.

Notice

18. Notice of this Motion has been provided to (i) the Office of the United States Trustee for the Southern District of New York; (ii) the 50 largest unsecured creditors of the Debtors (on a consolidated basis); (iii) counsel to the First Lien Lender; (iv) counsel to the Second Lien Lender; (v) the Internal Revenue Service; and (vii) the United States Attorney for the Southern District of New York. In light of the nature of the relief requested, the Debtors submit that no other or further notice is necessary.

WHEREFORE, the Debtors respectfully request that the Court enter an order, substantially in the form annexed hereto as Exhibit A, granting the relief requested in the Motion and such other and further relief for the Debtors as may be just or proper.

Dated: June 12, 2016
New York, New York

/s/ Gregg M. Galardi

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*Proposed Counsel to the Debtors
and Debtors in Possession*

EXHIBIT A

Proposed Order

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

-----X
In re : Chapter 11
:
Gawker Media LLC, : Case No. 16-11700 (SMB)
:
Debtor. :
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In re : Chapter 11
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Gawker Media Group, Inc., : Case No. [] ([])
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Debtor. :
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Fed. Tax. Id. No. 3231 :
-----X
-----X
In re : Chapter 11
:
Kinja Kft., : Case No. [] ([])
:
Debtor. :
:
Tax. Id. No. (5056)
-----X

**ORDER DIRECTING JOINT
ADMINISTRATION OF RELATED CHAPTER 11 CASES**

Upon the motion (the “Motion”)¹ of the debtors and debtors in possession in the above-captioned cases (collectively, the “Debtors”) for entry of an order, pursuant to Rule 1015(b) of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), authorizing

¹ Capitalized terms used but not otherwise defined herein have the meanings ascribed to them in the Motion.

the joint administration of the Debtors' chapter 11 cases for procedural purposes only, all as more fully set forth in the Motion; and the Court having jurisdiction to decide the Motion and the relief requested therein in accordance with 28 U.S.C. § 157 and 1334; and consideration of the Motion and the relief requested therein being a core proceeding pursuant to 28 U.S.C. § 157(b); and venue being proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and upon the First Day Declaration and upon consideration of the Motion and all of the pleadings related thereto, including the First Day Declaration, and due and sufficient notice of the Motion having been given; and it appearing that no other or further notice need be provided; and it appearing that the relief requested by the Motion is in the best interests of the Debtors' estates, their creditors and other parties-in-interest; and after due deliberation and sufficient cause appearing therefor, it is hereby

ORDERED that:

1. The Motion is granted to the extent set forth herein.
2. The above-captioned cases are consolidated for procedural purposes only and shall be administered jointly under Case No. 16-11700 (SMB) in accordance with Bankruptcy Rule 1015(b).
3. The joint caption of the Debtors' cases shall read as follows:

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

-----x
In re : Chapter 11
: Case No. 16-11700 (SMB)
Gawker Media LLC, *et al.*,¹ :
Debtors. : (Jointly Administered)
:
-----x

4. All original pleadings shall be captioned as indicated in the preceding decretal paragraph and all original docket entries shall be made in the case of Gawker Media, Group, Inc., Case No. 16-11700 (SMB).

5. A docket entry shall be made in the Gawker Media Group, Inc. and Kinja Kft. chapter 11 case substantially as follows:

“An order has been entered in this case directing procedural consolidation and joint administration of the chapter 11 cases of Gawker Media LLC and its affiliates that have concurrently commenced chapter 11 cases. The docket in the chapter 11 case of Gawker Media LLC, Case No 16-11700 (SMB) should be consulted for all matters affecting this case.”

6. The Debtors may file a single monthly operating report as required by the Operating Guidelines and Reporting Requirement for Debtors in Possession and Trustees, issued by the Executive Office of United States Trustees (rev. 11/27/13) for the jointly administered debtors. However, the monthly operating report shall be filed on a consolidating (not consolidated) basis. The report shall contain on a consolidating basis the information required for each debtor that tracks and breaks out all of the specific information, e.g. receipts, disbursements, etc. on a debtor-by-debtor basis.

¹ The last four digits of the taxpayer identification number of the debtors are: Gawker Media LLC (0492); Gawker Media Group, Inc. (3231); and Kinja Kft. (5056). The offices of Gawker Media LLC and Gawker Media Group, Inc. are located at 114 Fifth Avenue, 2d Floor, New York, NY 10011. Kinja Kft.’s offices are located at Andrassy ut 66. 1062 Budapest, Hungary.

7. This Court shall retain jurisdiction with respect to any and all matters arising from or relating to the implementation or interpretation of this Order.

Dated: _____, 2016
New York, New York

UNITED STATES BANKRUPTCY JUDGE